

B1 (Official Form 1)(04/13)

United States Bankruptcy Court Eastern District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>J &amp; D WILSON AND SONS DAIRY</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) <b>33-0936519</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>11720 W. Mt. Whitney Riverdale, CA</b> <div style="text-align: right;">ZIP Code <b>93656</b></div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>Fresno</b>		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>1791 Muscat Place Hanford, CA</b> <div style="text-align: right;">ZIP Code <b>93230</b></div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
<b>Type of Debtor</b> (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>J &amp; D WILSON AND SONS DAIRY</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</b>			
Location Where Filed: <b>-None -</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</b>			
Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <b>X</b> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  <div style="margin-left: 40px;">         _____          (Name of landlord that obtained judgment)       </div>  <div style="margin-left: 40px;">         _____          (Address of landlord)       </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):

**J & D WILSON AND SONS DAIRY****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**Jacob L. Eaton 244834**

Printed Name of Attorney for Debtor(s)

**Klein, DeNatale, Goldner**

Firm Name

**4550 California Avenue  
Second Floor  
Bakersfield, CA 93309**

Address

Email: [jeaton@kleinlaw.com](mailto:jeaton@kleinlaw.com)

(661) 395-1000 Fax (661) 326-0418

Telephone Number

**217/14**

Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Authorized Individual

**James L. Wilson**

Printed Name of Authorized Individual

**Partner**

Title of Authorized Individual

**2-7-14**

Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.*

3

JACOB L. EATON, CSB NO. 244834  
KLEIN, DENATALE, GOLDNER,  
COOPER, ROSENLIB & KIMBALL, LLP  
4550 California Avenue, 2nd Floor  
Bakersfield, CA 93309  
Telephone: (661) 395-1000  
Facsimile: (661) 326-0418

Proposed Attorneys for Debtor-in-Possession

**UNITED STATES BANKRUPTCY COURT**  
**EASTERN DISTRICT OF CALIFORNIA, FRESNO DIVISION**

In re:

J & D WILSON AND SONS DAIRY, a  
California general partnership,  
  
Debtor-in-Possession.

Case No.

Chapter 11


**AUTHORIZATION FOR FILING VOLUNTARY PETITION UNDER CHAPTER 11**

The undersigned are the partners of J & D WILSON AND SONS DAIRY, a California general partnership (the "Partnership"). The undersigned represent that the Partnership has been authorized to file a Voluntary Petition Under Chapter 11 in the United States Bankruptcy Court for the Eastern District of California and that Jim Wilson, General Partner, has been authorized to execute a Voluntary Petition Under Chapter 11 for the Partnership and to perform what other acts are required by the Bankruptcy Court concerning the administration of the Chapter 11 case filed by the Partnership including the retaining of Klein, DeNatale, Goldner, Cooper, Rosenlieb & Kimball, LLP to represent it in the Chapter 11 case to be filed in the United States Bankruptcy Court, Eastern District of California.

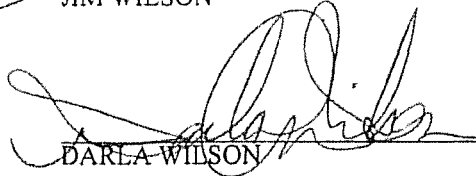
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[signature page follows]

1 Dated: December 16, 2013

  
JIM WILSON

2  
3  
4 Dated: December 16, 2013

  
DARLA WILSON

5  
6  
7 Dated: December 16, 2013

CORNELIUS A. VANDERHAM, as  
Trustee of the VANDERHAM FAMILY  
TRUST

8  
9  
10  
11 Dated: December 16, 2013

ELEANOR J. VANDERHAM, as Trustee  
of the VANDERHAM FAMILY TRUST

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16 **ORIGINAL**  
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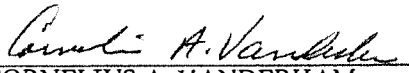
1 Dated: December 16, 2013

JIM WILSON

4 Dated: December 16, 2013

DARLA WILSON

7 Dated: December 16, 2013

  
CORNELIUS A. VANDERHAM, as  
Trustee of the VANDERHAM FAMILY  
TRUST

11 Dated: December 16, 2013

  
ELEANOR J. VANDERHAM, as Trustee  
of the VANDERHAM FAMILY TRUST

14  
15 **ORIGINAL**



B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Eastern District of California**

In re J & D WILSON AND SONS DAIRY

Debtor(s)

Case No.

Chapter

11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Western Milling, LLC PO Box 1028 Goshen, CA 93227	Western Milling, LLC PO Box 1028 Goshen, CA 93227	Secured by Real Property owned by C.A. Vanderham & Sons Dairy		6,886,248.96
Jim Kimm Hay 3293 E. Cross Avenue Tulare, CA 93274	Jim Kimm Hay 3293 E. Cross Avenue Tulare, CA 93274			327,658.09
Cream of the Crop Ag Service PO Box 81087 Bakersfield, CA 93380	Cream of the Crop Ag Service PO Box 81087 Bakersfield, CA 93380	Contract Labor		201,851.10
Ag Seeds Unlimited PO Box 873 Lemoore, CA 93245-0873	Ag Seeds Unlimited PO Box 873 Lemoore, CA 93245-0873			82,069.10
Netto Ag, Inc. 10044 Flint Ave. Hanford, CA 93230	Netto Ag, Inc. 10044 Flint Ave. Hanford, CA 93230			79,304.79
Caruthers Pump, Inc. PO Box 515 Caruthers, CA 93609	Caruthers Pump, Inc. PO Box 515 Caruthers, CA 93609			71,600.44
Lima's County Seeds PO Box 873 Lemoore, CA 93245-0873	Lima's County Seeds PO Box 873 Lemoore, CA 93245-0873			70,690.85
Arthur & Orum Well Drilling Co. Inc. 14870 South East Ave Fresno, CA 93725	Arthur & Orum Well Drilling Co. Inc. 14870 South East Ave Fresno, CA 93725			61,712.46
Reidman Dairy Services 3237 Pacer Norco, CA 92860	Reidman Dairy Services 3237 Pacer Norco, CA 92860			58,570.00
Simplot Grower Solutions Dept 34768 PO Box 39000 San Francisco, CA 94139	Simplot Grower Solutions Dept 34768 PO Box 39000 San Francisco, CA 94139			55,945.39
Penny Newman Grain Company PO Box 12147 Fresno, CA 93776-2147	Penny Newman Grain Company PO Box 12147 Fresno, CA 93776-2147			51,871.36

B4 (Official Form 4) (12/07) - Cont.

In re **J & D WILSON AND SONS DAIRY**

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Alvarez Electrical & Welding 763 E. Spencer Road Tipton, CA 93272	Alvarez Electrical & Welding 763 E. Spencer Road Tipton, CA 93272			49,915.65
Thomas Brothers Spreading 5810 23rd Avenue Riverdale, CA 93656	Thomas Brothers Spreading 5810 23rd Avenue Riverdale, CA 93656			48,667.42
Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	Internal Revenue Service P.O. Box 7346 Philadelphia, PA 19101-7346	941 Taxes for December 2013 and January 2014		37,446.35
Central California Silage Covering 4695 MC Swain Road Merced, CA 95341	Central California Silage Covering 4695 MC Swain Road Merced, CA 95341			34,576.11
Valley Pump & Dairy Systems 2280 South K Street Tulare, CA 93274	Valley Pump & Dairy Systems 2280 South K Street Tulare, CA 93274			34,189.39
Laird Manufacturing 531 S Hwy 59 Merced, CA 95341	Laird Manufacturing 531 S Hwy 59 Merced, CA 95341			26,629.10
Priority Hay Co. PO Box 116 Riverdale, CA 93656	Priority Hay Co. PO Box 116 Riverdale, CA 93656			25,049.15
Derenzis & Associates 15328 Central Avenue Chino, CA 91710	Derenzis & Associates 15328 Central Avenue Chino, CA 91710			22,175.00
Alpha Dairy Consulting PO Box 7778 Visalia, CA 93290	Alpha Dairy Consulting PO Box 7778 Visalia, CA 93290			21,420.00

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Partner of the partnership named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 2-7-14

Signature /s/ James L. Wilson  
James L. Wilson  
Partner

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.



**United States Bankruptcy Court  
Eastern District of California**

In re J & D WILSON AND SONS DAIRY

Debtor(s)

Case No. \_\_\_\_\_

Chapter

11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept _____	\$	<u>See Attachment</u>
Prior to the filing of this statement I have received _____	\$	<u>See Attachment</u>
Balance Due _____	\$	<u>See Attachment</u>

2. \$ 1,213.00 of the filing fee has been paid.

3. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify): \_\_\_\_\_

4. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify): \_\_\_\_\_

5. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

**Fees are based on hourly rates and subject to terms and conditions of the employment application to be filed with the Bankruptcy Court approval.**

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: 2/7/14

  
 Jacob L. Eaton 244834  
 Klein, DeNatale, Goldner  
 4550 California Avenue  
 Second Floor  
 Bakersfield, CA 93309  
 (661) 395-1000 Fax: (661) 326-0418  
 jeaton@kleinlaw.com

ATTACHMENT

J&D WILSON AND SONS DAIRY ("Petitioner") has agreed to pay Klein, DeNatale, Goldner, Cooper, Rosenlieb & Kimball ("Klein, DeNatale") a fee for legal services rendered in the present Chapter 11 bankruptcy proceeding based on the following fees schedule:

Jacob L. Eaton	\$285.00 per hour
Other Partners or Senior Attorneys	\$265.00 - \$425.00 per hour
Associate or Junior Attorneys	\$155.00 - \$295.00 per hour
Legal Assistants	\$ 85.00 - \$150.00 per hour

plus costs.

Petitioner has paid Klein, DeNatale a retainer of \$65,000.00. Klein, DeNatale applied \$31,705.27 to fees and costs incurred pre-petition. The balance of \$33,294.73 received from Petitioner will be credited against fees and costs incurred in its Chapter 11 case.